

**UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF NEW JERSEY**

DEMOCRATIC NATIONAL COMMITTEE, *et al.*

Plaintiffs,

v.

REPUBLICAN NATIONAL COMMITTEE, *et al.*

Defendants.

Civil Action No.: 81-3876

Judge John Michael Vazquez

**THIRD SUPPLEMENTAL DECLARATION
OF JOHN R. PHILLIPPE JR.**

I, John R. Phillippe Jr., state the following based on my personal knowledge:

1. I am over 18 years of age and competent to make this Declaration.

2. I am the Chief Counsel of the Republican National Committee (“RNC”), and have served in this position since July 2009. I am responsible for managing the RNC Counsel’s Office and all of the RNC’s day-to-day legal affairs, including ensuring the organization’s compliance with the Consent Decree.

RNC Rules Regarding State Republican Party Chairs

3. During the November 4, 2016, court hearing on the Democratic National Committee’s Motion for Order to Show Cause, the Court inquired whether *The Rules of the Republican Party* that were in effect at the time the RNC entered the original Consent Decree in 1982 also designated the Chairs of State Republican Parties as Members of the RNC, as they do today. Indeed, Rule 19 of the Rules in effect from 1980 – 1984 read as follows:

RULE NO. 19

November 4, 2016
Page 2 of 5

(a) The Republican National Committee shall have the general management of the Republican party in the United States, the District of Columbia, Guam, Puerto Rico, and the Virgin Islands, subject to direction from the national convention. The members of the national committee shall be elected by the various states and shall consist of one man and one woman from each state.

(b) The duly elected and acting chairman of each state shall be a member of the national committee during his or her tenure in office.

A true and correct copy of an excerpt from *The Rules of the Republican Party* dated 1982 is attached hereto as Exhibit A.

Independent Contractors and Vendors

4. The Court also inquired about the RNC's distinction between independent contractors and vendors when hiring for services.

5. As addressed in my Declaration dated October 31, 2016, in the lead up to the 2016 Election, the RNC Counsel's Office sent several Consent Decree compliance memoranda to, and required attendance at a related presentation or webinar by, all individuals providing services to the RNC Political division as independent contractors. Attached to one of the memoranda from the RNC Counsel's Office provided to these individual independent contractors was an affirmation form that recipients were required to sign and return, affirming that they had read the memorandum and would comply with its instructions. The memorandum and required affirmation form were also sent to all RNC employees.

6. To clarify points I made in my earlier Declarations, only individuals serving as independent contractors (in addition to employees) were required to read the memorandum and return the signed form, as set forth in my paragraph 24 of

November 4, 2016
Page 3 of 5

my October 31 declaration. "Independent contractors," as I understand the term, include only individuals, not business entities. Nonetheless, it is likely that the principals of some business entities with which the RNC contracts also received and signed the form.

7. The Counsel's Office focused its training and compliance measures on individual independent contractors, as distinguished from business entities that may be under contract with the RNC to perform specified services. The latter, which I consider to be "vendors," are not expressly authorized to exceed the scope of services.

8. As a general matter, I would see no reason to require vendors to affirm compliance with the consent decree, as I would not consider them agents of the RNC outside the scope of services for which they are retained. If, however, a vendor were retained to provide services that could be interpreted to overlap with activities prohibited under the Consent Decree, I would make sure the Counsel's Office would work with that vendor to take appropriate measures to ensure compliance.

9. The reason I mandated that Political independent contractors go through the extensive compliance training is because they are similar to Political staff. They are also generally in the field and, thus, conceivably, in the course of their work for the RNC, could encounter ballot security activities conducted by others. Moreover, the scope of their work is generally much less defined than the scope of work for vendors, consistent with the nature of an independent contract relationship. This is also why I added consent decree compliance language to our

November 4, 2016
Page 4 of 5

standard independent contractor template for those who provide services to our Political department.

10. Stampede Consulting, LLC (“Stampede”) is an example of a larger organization or vendor under contract with the RNC that the Counsel’s Office did not have review any Consent Decree compliance memoranda or attend any related events because of the express limited scope of its duties and agency for the RNC.

11. As addressed in my Declaration of November 3, 2016, the RNC has only one agreement with Stampede, under which Stampede is solely authorized to engage in get-out-the-vote activities within certain agreed-upon districts in in a state in a different region of the country. The agreement includes, as “ATTACHMENT A,” a “Project Description” that sets forth the description of work to be performed by Stampede for the RNC – which is exclusively to “[r]ecruit, retain or employ, train, deploy, and manage field staff to make 738,000 in-person contact attempts and disseminate Republican party or candidate literature during the final weeks of the 2016 election campaign” in specific congressional districts in the relevant state. Paragraph 7 of that agreement, moreover, provides in full (emphasis added):

Agency. Stampede’s authority is expressly limited to the duties set forth in the Project Description of this Agreement. Stampede shall have no right or authority to make any contract or on otherwise binding promise of any nature whatsoever on behalf of the RNC, whether written or oral. Stampede shall not have the right to bind the RNC to any contract or agreement, borrow funds or incur any charge or liability in the name or on behalf of the RNC whereby the RNC may be liable. In the event that Stampede initiates negotiations with any third party on behalf of the RNC, Stampede shall expressly indicate to

November 4, 2016
Page 5 of 5

such third party that Stampede lacks the authority to bind the RNC to any contract or agreement.

12. At no time in my more than seven years at the RNC have I ever understood the Consent Decree to apply to any entity or person acting outside the scope of their duties for the RNC. Nonetheless, I have, out of an abundance of caution and knowing of the DNC's history of initiating litigation against the RNC immediately before an election, instructed independent contractors that they should consider themselves as representing the RNC at all times.

13. Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true.

Executed on November 4, 2016.


John R. Phillippe Jr.

Exhibit A

RULE NO. 15

When a majority of the delegates of any six (6) states severally shall demand that a vote be recorded, the same shall be taken by the states in the order hereinbefore established.

RULE NO. 16

(a) Candidates for the Presidency shall demonstrate majority support from each of five (5) state delegations.

(b) In making the nominations for President and Vice President and voting thereon, in no case shall the call of the roll be dispensed with. The total time of the nominating speech and seconding speeches for any candidate for President or Vice President shall not exceed fifteen (15) minutes.

RULE NO. 17

When it appears at the close of the roll call that any candidate for the nomination for President or Vice President has received the majority of the votes entitled to be cast in the convention, the chairman of the convention shall announce the question to be: "Shall the nomination of the candidate be made unanimous?" If no candidate shall have received such majority, the chairman shall direct the vote to be taken again and shall repeat the taking of the vote until some candidate shall have received a majority of votes.

RULE NO. 18

(a) In the balloting, the vote of each state shall be announced by the chairman of the respective delegations; and in case the vote of any state shall be divided, the chairman shall announce the number of votes for each candidate, or for or against any proposition; but if exception is taken by any delegate to the correctness of such announcement by the chairman of that delegation, the chairman of the convention shall direct the roll of members of such delegation to be called and the result shall be recorded in accordance with the vote of the several delegates in such delegation.

(b) No delegate or alternate shall be bound by any attempt of any state or Congressional district to impose the unit rule.

(c) In balloting, if any delegation shall pass when its name is called, then at the conclusion of the roll call all delegations which passed shall be called in the order established in Rule No. 12; and no delegation will be allowed to change its votes until all delegations which passed shall have been given a second opportunity to vote.

REPUBLICAN NATIONAL COMMITTEE

RULE NO. 19

(a) The Republican National Committee shall have the general management of the Republican party in the United States, the District of Columbia, Guam, Puerto Rico, and the Virgin Islands, subject to direction from the national convention. The members of the national committee shall be elected by the various states and shall consist of one man and one woman from each state.

(b) The duly elected and acting chairman of each state shall be a member of the national committee during his or her tenure in office.

(c) Auxiliaries of the Republican National Committee may be recognized only by the Republican National Convention.

RULE NO. 20

At each Republican National Convention called for the purpose of nominating candidates for President and Vice President, the roll shall be called and the delegation from each state shall report through its chairman the names of the elected national committee members whose election shall be ratified by the convention.

RULE NO. 21

State laws providing a method of election for national committeemen and committeewomen shall be binding on the Republican National Convention.

RULE NO. 22

Where state laws do not provide a method for the election of national committeemen and committeewomen, a national convention delegation shall be bound by the state party rules. The national convention may enforce these rules if they are not obeyed by the state's national convention delegation. This rule shall not apply to Republican state chairmen.

RULE NO. 23

Duly elected national committeemen and national committeewomen shall serve from the adjournment of the quadrennial national convention until the adjournment of the following quadrennial national convention.

RULE NO. 24

(a) The national committee shall issue the call for the next national convention to nominate candidates for President and Vice President of the United States prior to January 1 of the year in which the convention is to be held.